

EXHIBIT C

JMB Apparel Designer Group Inc.
214 West 39th Street
New York, New York 10018
212-764-8410

February 8, 2006

VIA FEDERAL EXPRESS
NEXT BUSINESS DAY DELIVERY

PJDYH, LLC
433 S. Spring Street, 8th Floor
Los Angeles, CA 90013
Attention: Henri Levy, Managing Member

VIA FEDERAL EXPRESS
NEXT BUSINESS DAY DELIVERY

Adam S. Rossman, Esq.
1888 Century Park East, Suite 1500
Los Angeles, California 90067-1706

Re: NOTICE OF LICENSEE'S ELECTION TO TERMINATE
TRADEMARK LICENSE AGREEMENT
PURSUANT TO SECTION 6.1(u), AS AMENDED

Gentlemen:

Reference is made to that certain Trademark License Agreement between PJDYH, LLC, as successor in interest to Sa-al Universal LLC, Licensor, and JMB Apparel Designer Group, Inc., Licensee, dated as of April 1, 2004, as amended by First Amendment to Trademark License Agreement, dated as of May 2, 2005, regarding the trademark "Sharagano" (collectively, the "License Agreement").

Due to Licensor's persistent and continuing failures to honor and/or fulfill Licensor's obligations under the License Agreement, constituting a material breach of the License Agreement by Licensor; Licensor's repeated and continuing failures to market, sell and advertise the Sharagano trademark in appropriate and required venues sufficient to provide support to Licensee's efforts under the License Agreement; as well as Licensor's repeated and continuing failures to preserve, protect and enhance the value and reputation of the Sharagano trademark, all of which has adversely and materially impacted and severely damaged and undermined Licensee's ability to create and book sales of Licensed Products (as defined in the License Agreement), within the expectations contemplated at the time of execution of the License Agreement, and which conduct of Licensor has proximately resulted in severe adverse financial consequences and damages to Licensee's

NOTICE OF ELECTION TO TERMINATE LICENSE
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Page 2.

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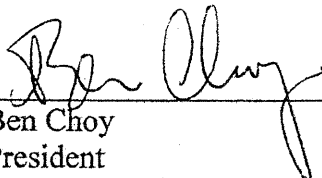
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Sincerely,

JMB Apparel Designer Group, Inc.

By: 
Ben Choy
President

BC:ns

cc: Joseph A. Vogel, Esq.
Kravet & Vogel, LLP

EXHIBIT D

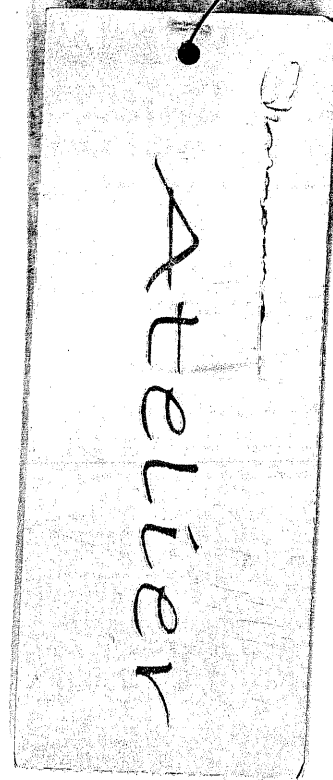


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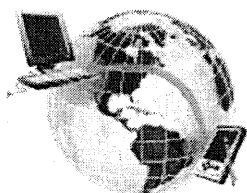
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Atelier Black Two Button Pantsuit

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Black two-piece pantsuit from Atelier, slightly stretchy, and featuring two buttons on the front. [Read more](#)



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
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This **Sharagano Atelier** black twill suit has tailored lines with a splashy red lining that'll surprise you. Yours for less!

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Sharagano Atelier Black Twill Pantsuit by Sharagano

Your price: \$109.98 Compare at: \$380.00 You save: \$270.02 (71% off)

Match your professional potential with this classy pantsuit, featuring a two-button closure and a double-tiered peplum.

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Sharagano Atelier 2-Piece Black Houndstooth Skirt Suit by Sharagano

Your price: \$109.98 Compare at: \$340.00 You save: \$230.02 (68% off)

This stylish black mini houndstooth suit boasts decorative seaming and charming flared hem tulip skirt.

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Sharagano Atelier Charcoal Grey Pantsuit by Sharagano

Your price: \$109.98 Compare at: \$380.00 You save: \$270.02 (71% off)

This charcoal grey pantsuit features classic pinstripes and decorative seaming for a sleek and stylish look.

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Sharagano Atelier Grey Pinstriped Skirt Suit by Sharagano

Your price: \$109.98 Compare at: \$340.00 You save: \$230.02 (68% off)

This classic pinstriped skirt suit has a stylish two-button blazer and a sleek pencil skirt for a pristine & professional look.

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EXHIBIT G

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June 5, 2007

Mr. Ben Choy
JMB Apparel Designer Group, Inc.
214 West 39th Street
New York, New York 10018

Joseph A. Vogel, Esq.
Kravet & Vogel, LLP
36 West 44th Street, Suite 900
New York, New York 10036

Re: Infringement of the SHARAGANO Trademark

Dear Mr. Choy:

Our firm represents Sharagano Holdings, LLC, the successor in interest to PJDYH, LLC with respect to all right, title and interest in and to the SHARAGANO Trademark as of August 31st 2006, and the owner of the U.S. registration for the Sharagano Trademark Number 2727098.

It has come to our attention that your company is currently selling and distributing certain products bearing the Sharagano Trademark to such retailers as Nordstroms, in violation of our client's rights.

As you are well aware, all rights of your company to utilize the trademarks pursuant to its license agreement with our client's predecessor terminated on August 7th 2006. Any advertising, manufacture, sales or distribution of products bearing the SHARAGANO Trademark by your company after said date not only infringes our client's marks, but also constitutes unfair competition under both federal and state law.

Letter to JMB Apparel Designer Group, Inc.

Page 2

June 5, 2007

On behalf of Sharagano Holdings LLC, we hereby demand that JMB Apparel Designer Group, Inc. immediately and unconditionally cease and desist from advertising, marketing, manufacturing, offering to sell and selling and distributing products under the SHARAGANO Trademark.

We also demand a full and complete accounting of all sales and inventory of products marketed or sold under or bearing the SHARAGANO trademark from August 8, 2006 so that we may adequately determine the damages suffered by our client as a result the infringement by JMB.

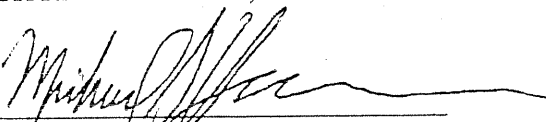
Unless we receive your reply to this letter by the close of business June 12, 2007 agreeing to comply with the terms of this letter, our client has instructed us to pursue its legal options. Indeed, in view of your knowledge that your company's rights to utilize the SHARAGANO Trademark terminated and your continued use of the Trademark in violation of our client's rights, the infringement by your company is clearly willful. As a result, if litigation becomes necessary, Sharagano Holdings, LLC will aggressively pursue not only injunctive relief, but its attorney's fees and your profits. In addition, it will seek treble damages in view of the willful nature of your infringement of the SHARAGO Trademarks.

This letter is being sent without prejudice to all rights that our client may have against your company, all of which are hereby reserved.

I look forward to your immediately response to this urgent matter.

Sincerely,

WACHTEL & MASYS, LLP

By: 
Michael S. Hassan

MSH:

cc: Mr. David Lomita
Scott Lesser, Esq.
Adam Rossman, Esq.

EXHIBIT H

LAW OFFICES

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DONALD J. KRAVET
JOSEPH A. VOGEL

OF COUNSEL:
HOWARD J. AUGUST
SCOTT H. GREENFIELD

MARIA E. RODI

June 12, 2007

VIA FACSIMILE AND FIRST CLASS MAIL

Michael S. Hassan, Esq.
Wachtel & Masyr, LLP
110 East 59th Street
New York, New York 10022

Re: Your Letter Dated June 5, 2007 Addressed to JMB Apparel Designer Group, Inc.

Dear Mr. Hassan:

We represent JMB Apparel Designer Group, Inc. ("JMB") and write in response to your letter dated June 5, 2007 addressed to JMB and to our firm.¹

Your letter contends that JMB is "currently selling and distributing certain products bearing the Sharagano Trademark" purportedly in violation of the rights of your client Sharagano Holdings, LLC. This contention is false as JMB has advised that it ceased all use of the Sharagano Trademark prior to February 2006.

As you may know, pursuant to the Trademark License Agreement, dated April 1, 2004, as amended (the "Agreement"), JMB, as licensee, had full rights to the use of the Sharagano Trademark in connection with its manufacture and sale of ladies' suits throughout the United States and Canada. In fact, pursuant to the Agreement JMB sold and marketed ladies' suits under the Sharagano name and label, as was its right to do so. Thereafter, as a result of material breaches by licensor, JMB terminated the Agreement by written notice effective August 9, 2006 and ceased all use of the Sharagano name or mark.

Contrary to the assertions of your letter, JMB advises that it has sold no product bearing the Sharagano name or trademark since prior to February 2006. Rather, all product sold by JMB since such date has been exclusively sold and marketed under its own line of ladies suits and sportswear bearing its proprietary "Atelier" label.

¹ Please note, the letter addressed to our firm was never received. It appears that your letter was addressed to our former address, a location from which we moved in October 2005. Please address any future correspondence to our current address as indicated above.

KRAVET & VOGEL, LLP

Michael S. Hassan, Esq.
Wachtel & Masyr, LLP
June 12, 2007
Page 2

JMB has advised that during a recent telephone conversation between JMB and your client, Mr. Lomita, your client raised objection to a certain "*Atelier*" hangtag formerly used by JMB on its "*Atelier*" label garments that included an illegible script signature design in the upper left corner. Apparently, your client objected to this illegible script signature design because he believed it to suggest the letters "Sh." Although we understand that the word itself is illegible, your client contended that this illegible script signature spelled out the word "Sharagano." We have conferred with JMB regarding this claim and have been advised that the illegible script signature in fact does not and was never intended to spell or suggest the word "Sharagano" but rather is a reference to the name of the Shanghai factory (which we understand also begins with the letters "Sh") at which the garments were manufactured and which is owned by the primary shareholder in JMB. In addition, JMB has advised that this former hangtag design is no longer used by JMB in its current product line as the hangtags now used only contain the name "*Atelier*" together with a reference to the current *Atelier* website (www.atelierapparel.com). JMB also advises that all advertising and retail displays of its product both currently and since prior to February 2006 are exclusively under the name *Atelier*.

Accordingly, since JMB informs us that it is not infringing on any rights of your client, your demand that JMB cease and desist any use of the Sharagano trademark is both superfluous and unnecessary. Similarly, under these circumstances, your demand that JMB provide a full accounting of its sales and inventory since August 8, 2006, is without justification and JMB declines to do so.

We trust that the above is clear. However, in the event that you are aware of facts different from the above to which we are not privy, please so advise and we will discuss same with our client.

Please contact me with any questions.

Very truly yours,

KRAVET & VOGEL, LLP

By: 

Joseph A. Vogel

JAV:ns

cc: JMB Apparel Designer Group, Inc.

LAW OFFICES

KRAVET & VOGEL, LLP

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WRITER'S E-MAIL: jvogel@kvnyc.com

FACSIMILE COVERSHEET

Date: 6/12/2007

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(including coversheet)

Please deliver to: **Michael S. Hassan, Esq.**

Name of the Firm: **Wachtel & Masyr, LLP**

Tel No: **212-909-9500**

Fax No.: **212-371-0320**

Name of Sender: **Joseph A. Vogel, Esq.**

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